



Control Number: 44656



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DOCKET NO. 44656

**APPLICATION OF NI PACOLET
MILLIKEN UTILITIES, LLC TO
PURCHASE AND TRANSFER THE
STOCK OF NI AMERICA TEXAS, LLC**

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**PUBLIC UTILITY COMMISSION
OF TEXAS**

2015 JUL 30 PM 2:16
CLERK

**ADDITIONAL SUPPLEMENT TO STOCK TRANSFER
APPLICATION PURSUANT TO ORDER NO. 3**

COMES NOW Ni America Texas, LLC (Ni America Texas) and Ni Pacolet Milliken Utilities, LLC (Ni Pacolet Milliken), and file this Additional Supplement to the Application for Transfer of Equity Ownership in Facilities and Water Certificated Service Area (CCN No. 11922).

1. On June 30, 2015, the Public Utility Commission of Texas (the Commission) entered Order No. 3, which required the Applicants to cure all deficiencies described by the Commission Staff in its June 29, 2015 filing and attached memo.
2. The Commission Staff's June 29, 2015 memo included a need to demonstrate that the purchaser can pay the cost of the acquisition plus provide sufficient financial backing for the utility to be able to provide continuous and adequate service for at least the first five years of operations.
3. On July 22, 2015, Applicants confidentially filed historical financial information related to Pacolet Milliken Enterprises, Inc. (PME), the sole manager and member of Ni Pacolet Milliken, to demonstrate that the purchaser is capable of paying the cost of the acquisition plus providing continuous and adequate service for at least the first five years of operations.
4. In order to further demonstrate the link between PME and Ni Pacolet Milliken, and in turn, further demonstrate the link between PME's financial information and the ability for Ni Pacolet Milliken to be able to provide continuous and adequate service within CCN No. 11922, attached hereto as Exhibit A is a formation document for Ni Pacolet Milliken filed with the Delaware Secretary of State. This formation document for Ni Pacolet Milliken is signed by the Senior Vice President of PME and indicates that PME is the Sole Manager and Member of Ni Pacolet Milliken.

DATED: JULY 30, 2015

Respectfully Submitted,

NI AMERICA TEXAS, LLC

Ty Embrey with permission
Ty H. Embrey Hannah Ging
State Bar No. 24025346
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(512) 322-5829
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EXHIBIT A

**Ni Pacolet Milliken Utilities, LLC Formation Document
Signed and Filed by Sole Manager/Member Pacolet Milliken Enterprises, Inc.**

Delaware

PAGE 1

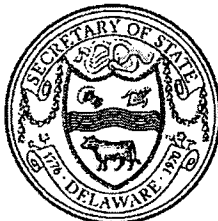
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PACOLET MILLIKEN WATER, LLC", CHANGING ITS NAME FROM "PACOLET MILLIKEN WATER, LLC" TO "NI PACOLET MILLIKEN UTILITIES, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MARCH, A.D. 2015, AT 1:56 O'CLOCK P.M.

5699773 8100

150374993

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2211923

DATE: 03-18-15

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:56 PM 03/18/2015
FILED 01:56 PM 03/18/2015
SRV 150374993 - 5699773 FILE

STATE OF DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of AMENDMENT
of
CERTIFICATE of FORMATION

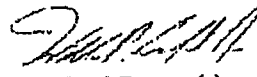
First: The name of the limited liability company is Pacolet Milliken Water, LLC.

Second: The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company is Ni Pacolet Milliken Utilities, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on this 18th day of March, 2015.

By:



Authorized Person(s)

Name: William P. Crawford, Jr.

Title: Senior Vice President / General Counsel
Pacolet Milliken Enterprises, Inc.,
Sole Manager and Member